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20006-2973

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RECORDATION NO. 14243-A FILED
FEB 5 '99 11-30AM

OF COUNSEL
URBAN A. LESTER

John
February 5, 1999

Counterparts
Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are four (4) copies of a Release and Satisfaction and Bill of Sale, dated as of January 26, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Equipment Trust Agreement previously filed with the Commission under Recordation Number 14243.

The name and address of the party to the enclosed document are:

Secured Party: The Bank of New York
(successor Trustee to
Mercantile-Safe Deposit and Trust Company)
10161 Centurion Parkway
Jacksonville, Florida 32256

A description of the railroad equipment covered by the enclosed document is:

all railroad equipment covered in the Equipment Trust Agreement
previously filed herein

Mr. Vernon A. Williams

February 5, 1999

Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

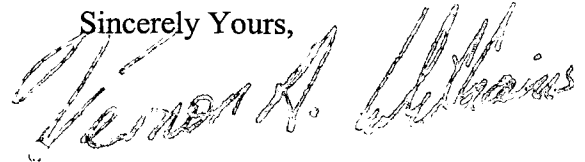
OFFICE OF THE SECRETARY

Robert W. Alvord
Alvord And Alvord
918 Sixteenth St., NW., Ste. 200
Washington, DC., 20006-2973

Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.
11301 and CFR 1177.3 (c), on 2/5/99 at 11:30AM, and
assigned recordation numbers (s): 14243-A.

Sincerely Yours,



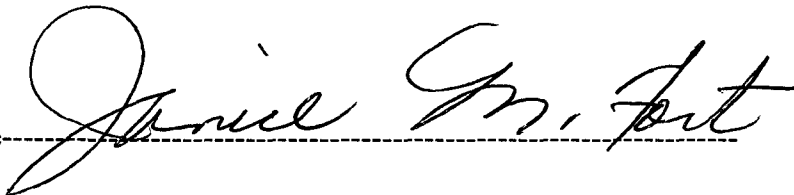
Vernon A. Williams

Enclosure(s)

26.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-----



Counterpart No. 1
Of 4 Counterparts

RELEASE AND SATISFACTION AND BILL OF SALE

RECORDATION NO. 14243-A FILED

THE CHESAPEAKE AND OHIO RAILWAY EQUIPMENT TRUST OF 1983

FEB 5 1999

11-30AM

DATED AS OF NOVEMBER 15, 1983

KNOW ALL MEN BY THESE PRESENTS that The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company, Trustee, under a certain Equipment Trust Agreement dated as of November 15, 1983, between Mercantile-Safe Deposit and Trust Company, Trustee, and The Chesapeake and Ohio Railway Company, said Agreement establishing Chesapeake and Ohio Railway Equipment Trust of 1983, hereby certifies that all of the \$21,345,000.00 principal amount of 11.625% Equipment Trust Certificates and dividend warrants appertaining thereto issued under said Equipment Trust, have been fully paid or payment duly provided for, and all of the obligations under said Equipment Trust have been fully complied with and performed.

WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

The Bank of New York, as Successor Trustee to Mercantile Safe Deposit and Trust Company, does hereby declare said Equipment Trust Agreement dated as of November 15, 1983 to be satisfied and canceled and does consent that the same be discharged of record, and further The Bank of New York does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (successor by merger to The Chesapeake and Ohio Railway Company) all of its rights, title and interest in and to all of the railroad equipment of every character included in the Equipment Trust Agreement dated as of November 15, 1983 and now held by The Bank of New York.

IN WITNESS WHEREOF, The Bank of New York has caused these presents to be executed in its name by one of its Agents thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its Agent as of this 20th day of January, 1999.

ATTEST:

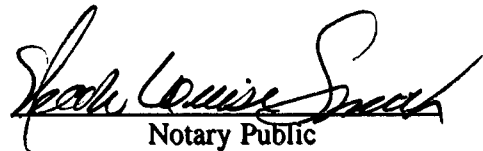
THE BANK OF NEW YORK, as
Successor Trustee to
MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, as Trustee

By: [Signature]

By: Shawn A. Atkinson
Agent

STATE OF FLORIDA)
) SS.:
COUNTY OF DUVAL)

On this 26th day of January 1999, before me personally appeared SHARON L. ATKINSON, to me personally known, who, being by me duly sworn, says that he/she is an Agent of The Bank of New York, that the seal affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of the corporation by authority of its Board of Directors and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

RELSALEC

